

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	Chapter 11
Charge Enterprises, Inc.	Case No. 24-10349 (TMH)
Debtor <sup>1</sup> .	

**KORR ACQUISITIONS GROUP, INC., KORR VALUE L.P.,  
AND KENNETH ORR'S WITNESS AND EXHIBIT LIST FOR  
HEARING SCHEDULED FOR APRIL 23, 2024 AT 1:00 P.M. (ET)**

KORR Acquisitions Group, Inc., KORR Value L.P., and Kenneth Orr (collectively, the “KORR Parties”) respectfully file this witness and exhibit list (the “Witness and Exhibit List”) for the hearing to be held on April 23, 2024 at 1:00 p.m. (ET) (the “Hearing”) before the Honorable Thomas M. Horan, at the United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 5<sup>th</sup> Floor, Courtroom 6, Wilmington, Delaware 19801.

The KORR Parties reserve all rights to amend and supplement the Witness and Exhibit List at any time prior to the Hearing, to call any witness on any other party or party in interest’s original or amended witness lists, to call any witness necessary to authenticate documents, and to call any witness to provide rebuttal or impeachment testimony.

---

<sup>1</sup> The last four digits of the Debtor’s federal tax identification number are 1969. The Debtor’s mailing address for purposes of the Chapter 11 Case is 125 Park Avenue, 25th Floor, New York, New York 10017.

## **WITNESSES**

The KORR Parties cross designate all witnesses designated by any other party or party in interest in connection with the Hearing and reserve all rights to call rebuttal or impeachment witnesses.

1. Joel S. Karotkin, Managing Director at Piper Sandler & Co.

Scope of Testimony: The KORR Parties are assessing the Debtor's evidence intended for plan confirmation [D.I. 229] (Debtor's Amended Witness and Exhibit List for Hearing on April 23, 2024), and its arguments proffered in support of the plan [D.I. 222]. The KORR Parties are still evaluating the scope of the witness testimony. The KORR Parties will amend this Witness and Exhibit List to address the scope as soon as able.

2. Craig Harper-Denson, Interim Chief Executive Officer and Chief Operating Officer of Charge Enterprises, Inc.

Scope of Testimony: The KORR Parties are assessing the Debtor's evidence intended for plan confirmation [D.I. 229] (Debtor's Amended Witness and Exhibit List for Hearing on April 23, 2024), and its arguments proffered in support of the plan [D.I. 222]. The KORR Parties are still evaluating the scope of the witness testimony. The KORR Parties will amend this Witness and Exhibit List to address the scope as soon as able.

3. Leah Schweller, Chief Financial Officer of Charge Enterprises, Inc.

Scope of Testimony: The KORR Parties are assessing the Debtor's evidence intended for plan confirmation [D.I. 229] (Debtor's Amended Witness and Exhibit List for Hearing on April 23, 2024), and its arguments proffered in support of the plan [D.I. 222]. The KORR Parties are still evaluating the scope of the witness testimony. The KORR Parties will amend this Witness and Exhibit List to address the scope as soon as able.

4. Andrew Fox, former Chief Executive Officer of Charge Enterprises, Inc.

Scope of Testimony: The KORR Parties are assessing the Debtor's evidence intended for plan confirmation [D.I. 229] (Debtor's Amended Witness and Exhibit List for Hearing on April 23, 2024), and its arguments proffered in support of the plan [D.I. 222]. The KORR Parties are still evaluating the scope of the witness testimony. The KORR Parties will amend this Witness and Exhibit List to address the scope as soon as able.

## EXHIBITS

The KORR Parties designate the following exhibits:

<b>Ex. No.</b>	<b>Description</b>	<b>Docket No. (if available)</b>
A	Debtor's Form 8-K filing in November 2023 (Ex. A to the KORR Parties' Plan Objection [D.I. 225])	
B	Charge Enterprise's Form 10-Q for the quarter ended September 30, 2023, filed on November 8, 2023 (the " <u>September 10-Q</u> ") (Ex. B to the KORR Parties' Plan Objection [D.I. 225])	
C	November 30, 2023 Notice of Default (Ex. C to the KORR Parties' Plan Objection [D.I. 225])	
D	November 30, 2023 Letter from Arena to Debtor re: Notice of Breach – Exchange Agreements (Ex. D to the KORR Parties' Plan Objection [D.I. 225])	
E	November 30, 2023 Letter from Arena to Debtor re: Supplemental Notice of Default—2021 Securities Purchase Agreements and Related Securities, including the Notes due November 2023 and Series C Preferred Stock (Ex. E to the KORR Parties' Plan Objection [D.I. 225])	D.I. 188-7
F	November 30, 2023 Letter from Arena to Debtor re: Notice of Breach – Exchange Agreements (Ex. F to the KORR Parties' Plan Objection [D.I. 225])	D.I. 188-7
G	Debtor's Am. No. 3 to Form S-1, dated July 19, 2021 (Ex. G to the KORR Parties' Plan Objection [D.I. 225])	D.I. 188-8
H	Arena Notice of Intent to Dispose of Certain Equity Interests and Assets Pursuant to NYUCC §9-160 (" <u>Foreclosure Notice</u> ") (Ex. H to the KORR Parties' Plan Objection [D.I. 225])	

<b>Ex. No.</b>	<b>Description</b>	<b>Docket No. (if available)</b>
I	Arena's claim calculation as of March 1, 2024 (CHARGE_00014898-901) (Ex. I to the KORR Parties' Plan Objection [D.I. 225])	
J	Arena's claim calculation as of March 1, 2024 (Ex. J to the KORR Parties Plan Objection [D.I. 225])	D.I. 188-5
K	.PDF of Charge Enterprise Inc.'s share price and total outstanding shares as of June 30, 2022. (Ex. K to the KORR Parties' Plan Objection [D.I. 225])	
L	Joel S. Karotkin Deposition Ex. 1	
M	Joel S. Karotkin Deposition Ex. 2	
N	Joel S. Karotkin Deposition Ex. 3	
O	Joel S. Karotkin Deposition Ex. 4	
P	Joel S. Karotkin Deposition Ex. 5	
Q	Joel S. Karotkin Deposition Ex. 6	
R	Joel S. Karotkin Deposition Ex. 7	
S	Joel S. Karotkin Deposition Ex. 8	
T	Joel S. Karotkin Deposition Ex. 9	
U	Joel S. Karotkin Deposition Ex. 10	
V	Joel S. Karotkin Deposition Ex. 11	
W	Joel S. Karotkin Deposition Ex. 12	
X	Joel S. Karotkin Deposition Ex. 13	
Y	Joel S. Karotkin Deposition Ex. 14	
Z	Joel S. Karotkin Deposition Ex. 15	
AA	Joel S. Karotkin Deposition Ex. 16	
AB	Joel S. Karotkin Deposition Ex. 17	
AC	Joel S. Karotkin Deposition Ex. 18	

Ex. No.	Description	Docket No. (if available)
AD	Joel S. Karotkin Deposition Ex. 19	

Additionally, the KORR Parties reserve the right to cross designate all exhibits designated by any other party or party in interest in connection with the Hearing. Further, the KORR Parties reserve all rights to designate additional exhibits and submit cross or impeachment exhibits.

Dated: April 21, 2024  
Wilmington, Delaware

Respectfully submitted,

/s/ Katelin A. Morales

M. Blake Cleary (No. 3614)

L. Katherine Good (No. 5101)

Katelin A. Morales (No. 6683)

**POTTER ANDERSON & CORROON LLP**

1313 N. Market Street, 6<sup>th</sup> Floor

Wilmington, Delaware 19801-3700

Telephone: (302) 984-6000

Facsimile: (302) 658-1192

Email: bcleary@potteranderson.com

kgood@potteranderson.com

kmorales@potteranderson.com

– and –

Sean E. O'Donnell (admitted *pro hac vice*)

Robert D. Gordon (admitted *pro hac vice*)

Christopher W. Carty (admitted *pro hac vice*)

Steven B. Smith (admitted *pro hac vice*)

Elizabeth Plowman (admitted *pro hac vice*)

**HERRICK, FEINSTEIN LLP**

Two Park Avenue

New York, New York 10016

Telephone: (212) 592-1400

Facsimile: (212) 592-1500

Email: sodonnell@herrick.com

rgordon@herrick.com

ccarty@herrick.com

ssmith@herrick.com

eplowman@herrick.com

*Counsel to KORR Acquisitions Group, Inc., KORR Value L.P., and Kenneth Orr*